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Attorneys for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**SECOND STIPULATION AMONG THE
DEBTORS, THE AD HOC GROUP OF
SUBROGATION CLAIM HOLDERS, AND
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS EXTENDING
TIME TO FILE REPLY BRIEF AND
CONTINUING HEARING ON
SUBROGATION CLAIM IMPAIRMENT
ISSUE**

Re: Dkt. Nos. 4540, 5312, 5423

[No Hearing Requested]

1 This stipulation and agreement for order (“**Stipulation and Agreement for Order**”) is
2 entered into by PG&E Corporation and Pacific Gas and Electric Company, as debtors and
3 debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the
4 “**Chapter 11 Cases**”) and the Ad Hoc Group of Subrogation Claimholders (the “**Ad Hoc**
5 **Group**”), on the one hand, and the Official Committee of Unsecured Creditors (the “**UCC**”), on
6 the other hand. The Debtors, the Ad Hoc Group, and the UCC are referred to in this Stipulation
7 and Agreement for Order collectively as the “**Parties**,” and each as a “**Party**.” The Parties
8 hereby stipulate and agree as follows:

9 **RECITALS**

10 A. On October 31, 2019, the United States Bankruptcy Court for the Northern
11 District of California (the “**Bankruptcy Court**”) entered the *Court’s Order Establishing Pre-*
12 *Confirmation Briefing and Hearing Schedule for Certain Legal Issues* [Docket No. 4540] (the
13 “**Scheduling Order**¹”), which, among other things, scheduled the oral argument on the
14 Subrogation Claim Impairment Issue for the hearing on January 14, 2020 at 10:00 a.m.
15 (prevailing Pacific Time) (the “**Hearing**”) and set the following related briefing schedule:
16 (i) consolidated opening briefs to be filed on or before November 27, 2019 (with briefs not to
17 exceed 25 pages for each side); (ii) consolidated opposition briefs to be filed on or before
18 December 20, 2019 (with briefs not to exceed 25 pages for each side).

19 B. On January 8, 2020, the Bankruptcy Court entered the *Order Approving*
20 *Stipulation Amending Order Establishing Preconfirmation Briefing and Hearing Schedule for*
21 *Certain Legal Issues* [Docket No. 5312], which, among other things, amended the Scheduling
22 Order to provide that (i) the deadline for consolidated opposition briefs would be January 10,
23 2020, at 4:00 p.m. (prevailing Pacific Time); (ii) the deadline for the Debtors and Ad Hoc Group
24 to file a consolidated reply on the Subrogation Claim Impairment Issue (not to exceed 25 pages),
25

26 _____
27 ¹ Capitalized terms used but not otherwise herein defined have the meanings ascribed to such
28 terms in the Scheduling Order.

1 would be January 22, 2020, at 4:00 p.m. (prevailing Pacific Time) (the “**Reply Deadline**”); and
2 (iii) the Hearing would be continued to January 29, 2020 at 10:00 a.m. (prevailing Pacific Time).

3 C. On January 10, 2020, the UCC filed the *Response and Reservation of Rights of*
4 *the Official Committee of Unsecured Creditors to Debtors’ and Ad Hoc Subrogation Group’s*
5 *Joint Brief in Support of the Subrogation Wildfire Claims as Impaired Classes for All Purposes*
6 *Under the Debtors’ Joint Chapter 11 Plan of Reorganization* [Docket No. 5342] (the “**UCC**
7 **Responsive Brief**”).

8 D. On January 21, 2020, the Bankruptcy Court entered the *Order Granting*
9 *Stipulation Among the Debtors, the Ad Hoc Group of Subrogation Claim Holders, and the*
10 *Official Committee of Unsecured Creditors Extending Time to File Reply Brief on Subrogation*
11 *Claim Impairment Issue* [Docket No. 5423], which extended the Reply Deadline to January 27,
12 2020, at 4:00 p.m. (prevailing Pacific Time).

13 E. Counsel for the Debtors and counsel for the Ad Hoc Group have requested, and
14 counsel for the UCC has agreed, that the Reply Deadline be further extended and the Hearing be
15 further continued in light of ongoing settlement negotiations and the announcement of the entry
16 into and execution of the Restructuring Support Agreement, dated January 22, 2020, among the
17 Debtors, the Consenting Noteholders, and the Shareholder Proponents (each as defined therein).

18 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE**
19 **INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS**
20 **STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE**
21 **UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT TO ORDER,**
22 **THAT:**

23 1. The time for the Debtors and Ad Hoc Group to file and serve a consolidated reply
24 to the UCC Responsive Brief, not to exceed 25 pages, is extended through 4:00 p.m. (prevailing
25 Pacific Time) on February 4, 2020.

26 2. The hearing on the Subrogation Claim Impairment Issue is to be continued to
27 February 11, 2020 at 10:00 a.m. (prevailing Pacific Time).
28

1 Dated: January 23, 2020

2 WEIL, GOTSHAL & MANGES LLP
3 KELLER & BENVENUTTI LLP

4 /s/ Jane Kim
5 Jane Kim

6 *Attorneys for Debtors*
7 *and Debtors in Possession*

8 Dated: January 23, 2020

9 WILLKIE FARR & GALLAGHER LLP

10
11 /s/ Daniel I. Forman
12 Daniel I. Forman

13 *Attorneys for the Ad Hoc Group of*
14 *Subrogation Claim Holders*

Dated: January 23, 2020

MILBANK LLP

/s/ Thomas R. Kreller
Thomas R. Kreller

Attorneys for Official Committee of
Unsecured Creditors